

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) Corporate Identification Number (CIN) of the company

L74899DL1956GOI002674

Pre-fill

Global Location Number (GLN) of the company

Permanent Account Number (PAN) of the company

AAACT0102F

(ii) (a) Name of the company

THE STATE TRADING CORPORA

(b) Registered office address

JAWAHAR VYAPAR BHAWAN
TOLSTOY MARG
NEW DELHI
Delhi
110001

(c) e-mail ID of the company

CS@STCLIMITED.CO.IN

(d) Telephone number with STD code

01123313177

(e) Website

www.stclimited.co.in

(i) Date of Incorporation

18/05/1956

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-----------------------------|
| | Public Company | Company limited by shares | Union Government Company |

(v) Whether company is having share capital

Yes No

(vi) Whether shares listed on recognized Stock Exchange(s)

Yes No

* (a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|--|-------|
| 1 | THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED | 1,024 |
| 2 | THE BOMBAY STOCK EXCHANGE LIMITED | 1 |

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

24/09/2019

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|----------------------------------|------------------------------|
| 1 | G | Trade | G1 | Wholesale Trading | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

1

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------|-----------------------|--|------------------|
| 1 | STCL LIMITED | U85110KA1982GOI005013 | Subsidiary | 100 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 200,000,000 | 60,000,000 | 60,000,000 | 60,000,000 |
| Total amount of equity shares (in Rupees) | 2,000,000,000 | 600,000,000 | 600,000,000 | 600,000,000 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of equity shares | 200,000,000 | 60,000,000 | 60,000,000 | 60,000,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 2,000,000,000 | 600,000,000 | 600,000,000 | 600,000,000 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

0

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | | | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Number of shares | Total nominal amount | Total Paid-up amount | Total premium |
|------------------------------|------------------|----------------------|----------------------|---------------|
| Equity shares | | | | |
| At the beginning of the year | 60,000,000 | 600,000,000 | 600,000,000 | |

| | | | | |
|---|------------|-------------|-------------|---|
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 |
| x. Others, specify | | | | |
| | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | |
| | | | | |
| At the end of the year | 60,000,000 | 600,000,000 | 600,000,000 | |
| Preference shares | | | | |
| At the beginning of the year | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 |
| iii. Others, specify | | | | |
| | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 |

| | | | | |
|---------------------------------|---|---|---|---|
| ii. Shares forfeited | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | |
| At the end of the year | 0 | 0 | 0 | |

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| | | | |
|--|----------------------|---|----------------------|
| Date of the previous annual general meeting | <input type="text"/> | | |
| Date of registration of transfer (Date Month Year) | <input type="text"/> | | |
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
| Ledger Folio of Transferor | <input type="text"/> | | |

| | | | |
|----------------------------|----------------------|----------------------|----------------------|
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | <input type="text"/> | | |
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

| | | | |
|--|----------------------|--|----------------------|
| Date of registration of transfer (Date Month Year) | <input type="text"/> | | |
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
| Ledger Folio of Transferor | <input type="text"/> | | |
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | <input type="text"/> | | |
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|---|-----------------|------------------------|-----------------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 10,242,383,600 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Deposit | | | 0 |
| Total | | | 10,242,383,600 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) *Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

89,034,400,000

(ii) Net worth of the Company

513,600,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | Preference |
|--------|----------|--------|------------|
|--------|----------|--------|------------|

| | | Number of shares | Percentage | Number of shares | Percentage |
|-----|---|------------------|------------|------------------|------------|
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 54,000,000 | 90 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 54,000,000 | 90 | 0 | 0 |

Total number of shareholders (promoters)

1

(b) SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 4,075,071 | 6.79 | 0 | |
| | (ii) Non-resident Indian (NRI) | 142,349 | 0.24 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |

| | | | | | |
|-----|---|-----------|-------|---|---|
| 2. | Government | | | | |
| | (i) Central Government | 13,535 | 0.02 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 1,149,320 | 1.92 | 0 | |
| 4. | Banks | 15,929 | 0.03 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 17,186 | 0.03 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 585,610 | 0.98 | 0 | |
| 10. | Others Trust | 1,000 | 0 | 0 | |
| | Total | 6,000,000 | 10.01 | 0 | 0 |

Total number of shareholders (other than promoters)

27,158

Total number of shareholders (Promoters+Public/
Other than promoters)

27,159

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 1 | 1 |
| Members (other than promoters) | 29,050 | 27,158 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|----------|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| | | | | | | |

| | | | | | | |
|--|---|----|---|----|---|---|
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 5 | 8 | 3 | 8 | 0 | 0 |
| (i) Non-Independent | 5 | 0 | 3 | 0 | 0 | 0 |
| (ii) Independent | 0 | 8 | 0 | 8 | 0 | 0 |
| C. Nominee Directors representing | 0 | 2 | 0 | 2 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 2 | 0 | 2 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 5 | 10 | 3 | 10 | 0 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

15

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|--------------------|------------|--------------------|--------------------------------|--|
| DEEPAK CHARUVIL S/ | AUSPS1636A | Company Secretar | 0 | |
| MOHAN LAL PAREEK | 00027693 | Director | 0 | |
| UMESH SHARMA | 03298909 | Whole-time directo | 0 | |
| AMITABH RAJAN | 05299866 | Director | 0 | |
| RAJIV CHOPRA | 06466326 | Whole-time directo | 0 | |
| SANJEEV KUMAR SHA | 06942536 | Director | 0 | |
| SUNIL KUMAR | 07592258 | Director | 0 | |
| BHARATHI MAGADHU | 07775091 | Director | 0 | |
| BHARATSINH PRABHA | 07781550 | Director | 0 | |
| ROOMA NAGRATH | AAAPN0028R | CFO | 0 | |
| SUBHASH CHANDRA I | 01613073 | Director | 0 | 30/06/2019 |
| SUNDARDEVAN NAN | 00223399 | Director | 0 | 14/06/2019 |

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|----------|-------------|--------------------------------|--|
| SUNIL HARSHADRAY | 01670280 | Director | 0 | 14/06/2019 |
| KRISHNAMACHARI RA | 07579562 | Director | 0 | 14/06/2019 |
| ARVIND GUPTA | 00090360 | Director | 0 | 14/06/2019 |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

10

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|--------------------|------------|--|---|--|
| KHALEEL RAHIM | 02455606 | Managing Director | 11/08/2018 | Cessation |
| KAMLESH KUMARI | AOPPK6561D | Company Secretar | 26/06/2018 | Cessation |
| SHARWAN KUMAR SIM | AAAPS9694N | CFO | 21/12/2018 | Cessation |
| PANKAJ KUMAR | ANHPK8531G | Company Secretar | 23/07/2018 | Appointment |
| DEEPAK CHARUVIL S/ | AUSPS1636A | Company Secretar | 13/11/2018 | Appointment |
| PANKAJ KUMAR | ANHPK8531G | Company Secretar | 13/11/2018 | Cessation |
| ROOMA NAGRATH | AAAPN0028R | CFO | 21/12/2018 | Appointment |
| PRASANTA KUMAR DA | 03145622 | Whole-time directo | 31/03/2019 | Cessation |
| PRASANTA KUMAR DA | 03145622 | Whole-time directo | 26/09/2018 | Change In Designation |
| SANJEEV KUMAR SHA | 06942536 | Director | 26/09/2018 | Change In Designation |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|----------------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 26/09/2018 | 28,685 | 188 | 90 |
| Adjourned Annual General Meeting | 13/11/2018 | 28,776 | 286 | 90 |

B. BOARD MEETINGS

Number of meetings held

9

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 03/05/2018 | 14 | 8 | 57.14 |
| 2 | 28/05/2018 | 14 | 10 | 71.43 |
| 3 | 23/07/2018 | 14 | 12 | 85.71 |
| 4 | 10/08/2018 | 14 | 12 | 85.71 |
| 5 | 17/09/2018 | 14 | 11 | 78.57 |
| 6 | 13/11/2018 | 14 | 12 | 85.71 |
| 7 | 21/12/2018 | 14 | 11 | 78.57 |
| 8 | 11/02/2019 | 14 | 10 | 71.43 |
| 9 | 06/03/2019 | 14 | 13 | 92.86 |

C. COMMITTEE MEETINGS

Number of meetings held

8

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | 28/05/2018 | 4 | 2 | 50 |
| 2 | Audit Committee | 10/08/2018 | 4 | 3 | 75 |
| 3 | Audit Committee | 13/11/2018 | 4 | 4 | 100 |
| 4 | Audit Committee | 11/02/2019 | 4 | 3 | 75 |
| 5 | Stakeholder R | 17/07/2018 | 3 | 2 | 66.67 |
| 6 | Stakeholder R | 20/03/2019 | 3 | 3 | 100 |
| 7 | Independent D | 11/02/2019 | 8 | 4 | 50 |
| 8 | CSR Committee | 10/08/2018 | 4 | 3 | 75 |

D. ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 24/09/2019 |
| | | | | | | | | (Y/N/NA) |
| 1 | MOHAN LAL I | 9 | 8 | 88.89 | 4 | 4 | 100 | Yes |
| 2 | UMESH SHAF | 9 | 7 | 77.78 | 0 | 0 | 0 | Yes |
| 3 | AMITABH RA. | 9 | 7 | 77.78 | 1 | 1 | 100 | No |
| 4 | RAJIV CHOPI | 9 | 9 | 100 | 2 | 1 | 50 | Yes |
| 5 | SANJEEV KU | 9 | 9 | 100 | 3 | 3 | 100 | Yes |
| 6 | SUNIL KUMAI | 9 | 8 | 88.89 | 2 | 2 | 100 | No |
| 7 | BHARATHI M. | 9 | 9 | 100 | 1 | 1 | 100 | Yes |
| 8 | BHARATSINH | 9 | 5 | 55.56 | 1 | 1 | 100 | No |
| 9 | SUBHASH CH | 9 | 6 | 66.67 | 4 | 2 | 50 | No |
| 10 | SUNDARADE | 9 | 7 | 77.78 | 5 | 4 | 80 | No |
| 11 | SUNIL HARSH | 9 | 6 | 66.67 | 2 | 1 | 50 | No |
| 12 | KRISHNAMAC | 9 | 4 | 44.44 | 4 | 3 | 75 | No |
| 13 | ARVIND GUP | 9 | 5 | 55.56 | 2 | 1 | 50 | No |

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|--------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | RAJIV CHOPRA | WHOLE TIME D | 3,272,553 | 0 | 0 | 531,319 | 3,803,872 |
| 2 | SANJEEV KUMAR | DIRECTOR | 3,118,317 | 0 | 0 | 513,521 | 3,631,838 |
| 3 | PRASANTA KUMAI | DIRECTOR | 3,016,367 | 0 | 0 | 492,945 | 3,509,312 |
| 4 | KHALEEL RAHIM | MANAGING DIF | 705,959 | 0 | 0 | 99,100 | 805,059 |
| | Total | | 10,113,196 | 0 | 0 | 1,636,885 | 11,750,081 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

5

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | SHARWAN KUMAR | CFO | 1,467,608 | 0 | 0 | 268,324 | 1,735,932 |
| 2 | ROOMA NAGRATH | CFO | 522,731 | 0 | 0 | 166,760 | 689,491 |
| 3 | KAMLESH KUMAR | COMPANY SEC | 191,255 | 0 | 0 | 31,215 | 222,470 |
| 4 | PANKAJ KUMAR | COMPANY SEC | 422,511 | 0 | 0 | 130,429 | 552,940 |
| 5 | DEEPAK CHARUVI | COMPANY SEC | 627,335 | 0 | 0 | 99,190 | 726,525 |
| | Total | | 3,231,440 | 0 | 0 | 695,918 | 3,927,358 |

Number of other directors whose remuneration details to be entered

7

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | SUNDARADEVAN I | DIRECTOR | 0 | 0 | 0 | 200,000 | 200,000 |
| 2 | KRISHNAMACHAR | DIRECTOR | 0 | 0 | 0 | 160,000 | 160,000 |
| 3 | SUNIL HARSHADR | DIRECTOR | 0 | 0 | 0 | 140,000 | 140,000 |
| 4 | AMITABH RAJAN | DIRECTOR | 0 | 0 | 0 | 160,000 | 160,000 |
| 5 | MOHAN LAL PARE | DIRECTOR | 0 | 0 | 0 | 260,000 | 260,000 |
| 6 | BHARATHI MAGAL | DIRECTOR | 0 | 0 | 0 | 200,000 | 200,000 |
| 7 | BHARATSINH PRA | DIRECTOR | 0 | 0 | 0 | 100,000 | 100,000 |
| | Total | | 0 | 0 | 0 | 1,220,000 | 1,220,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
| | | | | | |

| | | | | | |
|--|--|--|--|--|--|
| | | | | | |
|--|--|--|--|--|--|

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

DEEPA
K C S

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

| |
|--------|
| Attach |
| Attach |
| Attach |
| Attach |

List of attachments

| |
|---------------|
| MGT-8_STC.pdf |
|---------------|

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



Parveen Rastogi & Co.

Company Secretaries

Form MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

I have examined the registers, records and books and papers of **THE STATE TRADING CORPORATION OF INDIA LIMITED** ("the Company") having CIN **L74899DL1956GOI002674** and registered office at **JAWAHAR VYAPAR BHAWAN, TOLSTOY MARG, NEW DELHI-110001** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act: The Company is a Public Limited Company and listed in BSE Ltd and NSE Ltd
2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time except filing of Form DIR-12 with additional fees because of delay in receipt of order for appointment of Director by Ministry.
4. During the year under review, Board of Directors met 9 (Nine) times, Audit committee met 4 (Four) times, Stakeholders Relationship Committee met 2 (Two) times and CSR Committee of Directors met once, Independent Directors met 1 (One) time during the year and the AGM of the Company was held on September 26, 2018 in respect of which proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.



The said meeting was adjourned due to non-receipt of comments of the CAG on the consolidated financial statements, after transaction of all agenda items except adoption of annual financial statements. The annual financial statements were subsequently adopted by the members at the adjourned AGM held on November 13, 2018, pursuant to the extension of time for holding the AGM granted by the ROC.

During the year under review, no resolution was passed by postal ballot and no EGM of the company was held. Date of meetings of the Board, Committees and the details of resolutions passed by circulation are enclosed as per "ANNEXURE A"

5. Register of Members and the Share Transfer Books of the Company were closed from 19th September, 2018 to 26th September, 2018 (both days inclusive) for the AGM and from 6th November, 2018 to 13th November, 2018 (both days inclusive) for the adjourned AGM.
6. There were no advances/loans given to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. There were no contracts/arrangements with related parties as specified in Section 188 of The Act;
8. There was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities or transmission of shares.

During the year under review, there were transfer of physical shares as per information provided by the RTA and issue of security certificates in all instances.

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. N.A.
10. There was no declaration/ payment of dividend. The Company had, transferred `376107/- being the unpaid and unclaimed dividend amount pertaining to Final Dividend 2010-11 on 03.12.2018 to the Investor Education and Protection Fund of the Central Government;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors as per sub-sections (3), (4) and (5) thereof;
12. The Board was duly re-constituted. There was appointment, re-appointment & cessation of Directors and Key Managerial Personnel and adequate disclosures have been received from them as mentioned in



“Annexure-B” and remuneration were paid to Directors and Key Managerial Personnel of the Company as per provisions of the Companies Act, 2013

13. Appointment of auditors by ratification as per the provisions of section 139 of the Act; Not Applicable
14. During the year under review, no approvals were taken from the Registrar, tribunal, court, Central Government or other authorities under various provisions of the Act.
15. Acceptance/ renewal/ repayment of deposits- N.A.
16. During the year under review, there was borrowing from banks but there were no borrowings from its directors, body corporate, members, public financial institutions and others. There was no modification and satisfaction but creation of charges on 25.06.2018.
17. There was no Loans and investments or guarantees was given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.
18. There was no alteration in the provisions of Memorandum of Association or the Articles of Association of the Company during the year;

**For Parveen Rastogi & Co.
Practicing Company Secretary**



**Date: 13th November, 2019
Place: New Delhi
UDIN: F004764A000241704**

**Parveen Kumar Rastogi
M. No.: 4764
CP No.: 2883**

ANNEXURE A

LIST OF BOARD AND COMMITTEE MEETINGS HELD DURING THE FINANCIAL YEAR 2018-19

| S. No. | Board Meeting | Audit Committee Meeting | Stakeholders Relationship Committee Meeting | Meeting of Independent Directors | CSR Committee of Directors |
|--------|---------------|-------------------------|---|----------------------------------|----------------------------|
| 1. | 03.05.2018 | 28.05.2018 | 17.07.2018 | 11.02.2019 | 10.08.2018 |
| 2. | 28.05.2018 | 10.08.2018 | 20.03.2019 | | |
| 3. | 23.07.2018 | 13.11.2018 | | | |
| 4. | 10.08.2018 | 11.02.2019 | | | |
| 5. | 17.09.2018 | | | | |
| 6. | 13.11.2018 | | | | |
| 7. | 21.12.2018 | | | | |
| 8. | 11.02.2019 | | | | |
| 9. | 06.03.2019 | | | | |

Details of resolutions passed by circulation by the directors during the year under review

| S. No. | Dates of Resolution | Particulars |
|--------|--|--|
| 1 | Resolution passed on 27.03.2018 noted by the Board on 28.05.2018 | Taking note of cessation of Shri Jitender Kumar Dadoo as Director |
| 2 | Resolution passed on 27.03.2018 noted by the Board on 28.05.2018 | Appointment of Shri Subhash Chandra Pandey as Director |
| 3 | Resolution passed on 20.06.2018 noted by Board on 23.07.2018 | Appointment of Shri Pankaj Kumar, DGM (Finance) as Compliance Officer |
| 4 | Resolution passed on 26.09.2018 noted by Board on 13.11.2018 | Application for extension for holding Adjourned Annual General Meeting |
| 5 | Resolution passed on 01.11.2018 noted by Board on 13.11.2018 | Adoption of revised resolution in connection with performance Evaluation in terms of MOU 2017-18 |

